

1 BEFORE THE
2 ILLINOIS COMMERCE COMMISSION

3 ILLINOIS POWER COMPANY and) DOCKET NO.
4 AMEREN CORPORATION) 04-0294

5 Application for authority to)
6 engage in a reorganization and to)
7 enter into various agreements in)
8 connection therewith, including)
9 agreements with affiliated)
10 interests, and for such other)
11 approvals as may be required under)
12 the Illinois Public Utilities Act)
13 to effectuate the reorganization.)

14 Springfield, Illinois
15 September 14, 2004

16 Met, pursuant to notice, at 1:00 P.M.

17 BEFORE:

18 MR. JOHN ALBERS, Administrative Law Judge

19 APPEARANCES:

20 MR. CHRISTOPHER W. FLYNN
21 MR. RONALD EARLEY
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 (Appearing on behalf of Ameren
 Corporation via teleconference)

 SULLIVAN REPORTING COMPANY, by
 Carla Boehl, Reporter, CSR License #084-002710

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2 MR. EDWARD FITZHENRY
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5 (Appearing on behalf of Ameren
6 Corporation via teleconference)

7 MR. CARMEN L. FOSCO
8 MS. CARLA SCARSELLA
9 160 North La Salle Street
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12 (Appearing on behalf of the Staff of the
13 Illinois Commerce Commission via
14 teleconference)

15 MR. JOSEPH L. LAKSHMANAN
16 500 South 27th Street
17 Decatur, Illinois 62521-2200

18 (Appearing on behalf of Illinois Power
19 Company and Dynegy, Inc., via
20 teleconference)

21 MR. OWEN MacBRIDE
22 Schiff, Hardin & Waite
23 6600 Sears Tower
24 Chicago, Illinois 60606

25 (Appearing on behalf of the Illinois
26 Power Company via teleconference)

27 MR. DAVID I. FEIN
28 550 West Washington Boulevard, Suite 3300
29 Chicago, Illinois 60661

30 (Appearing on behalf of Constellation
31 NewEnergy, Inc., via teleconference)

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1 APPEARANCES: (Cont.'d)

2 MS. SUSAN SATTER
3 MR. MARK KAMINSKI
4 100 West Randolph
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5 (Appearing on behalf of the People
6 of the State of Illinois via
teleconference)

7 MR. STEPHEN WU
8 208 South La Salle Street
Chicago, Illinois 60604

9 (Appearing on behalf of the Citizens
10 Utility Board)

11 MR. GLENN RIPPIE
12 FOLEY AND LARDNER, LLP
321 North Clark Street
Chicago, Illinois 60610

13 (appearing on behalf of the Exelon
14 Companies via teleconference)

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I N D E X

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WITNESSES

DIRECT CROSS REDIRECT RECROSS

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(None)

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EXHIBITS

MARKED

ADMITTED

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CUB/AG 3.0RR

e-Docket

567

CUB/AG 6.0R

e-Docket

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(Public & Proprietary)

CUB/AG 6.1

e-Docket

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Applicants' 24.2

e-Docket

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Applicants' 25.0 Revised

e-Docket

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Applicants' 42.2

e-Docket

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Applicants' 43.3

e-Docket

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Applicants' 44.2

e-Docket

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Applicants' 45.0 Revised

e-Docket

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(Public & Proprietary)

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Applicants' 47.0

e-Docket

572

(With Attachments A & B)

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Applicants' 47.1

late-filed

572

Applicants' 48.0

e-Docket

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Applicants' 48.1

e-Docket

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Applicants' 48.2

e-Docket

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Applicants' 48.3

e-Docket

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ICC Staff 14.1

e-Docket

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ICC Staff 15.1

e-Docket

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ICC Staff 18.0 2nd Revised

e-Docket

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(Public & Proprietary)

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1 PROCEEDINGS.

2 JUDGE ALBERS: By the authority vested in me by
3 the Illinois Commerce Commission, I now call Docket
4 Number 04-0294. This docket was initiated by
5 Illinois Power Company and Ameren Corporation. The
6 joint applicants seek authority to engage in
7 reorganization and to enter into various agreements
8 in connection therewith.

9 May I have the appearances for the record,
10 please?

11 MR. FLYNN: Christopher W. Flynn and Michael
12 Earley, Jones Day, 77 West Wacker, Suite 3500,
13 Chicago, Illinois 60601 on behalf of Ameren
14 Corporation.

15 MR. MacBRIDE: Owen MacBride, 6600 Sears Tower,
16 Chicago, Illinois 60606, appearing on behalf of
17 Illinois Power Company and Dynegy, Inc.

18 MR. LAKSHMANAN: Joseph L. Lakshmanan, 500
19 South 27th Street, Decatur, Illinois 62521,
20 appearing on behalf of Dynegy, Inc., and Illinois
21 Power Company.

22 MR. FOSCO: Carmen Fosco and Carla Scarsella,

1 160 North LaSalle Street, Suite C-800, Chicago,
2 Illinois 60601, appearing on behalf of Staff of the
3 Illinois Commerce Commission.

4 MS. SATTER: Susan L. Satter and Mark Kaminski
5 appearing on behalf of the People of the State of
6 Illinois, 100 West Randolph Street, Chicago,
7 Illinois 60601.

8 MR. WU: David Wu appearing on behalf of
9 Citizens Utility Board, 208 South LaSalle Street,
10 Suite 1760, Chicago, Illinois 670604.

11 MR. FEIN: David Fein appearing on behalf of
12 Constellation NewEnergy, Inc., 550 west Washington
13 Boulevard, Suite 3300, Chicago, Illinois 60661.

14 MR. RIPPPIE: Glenn Rippie, Foley and Lardner,
15 LLP, 321 North Clark Street, Chicago, Illinois 60610
16 appearing on behalf of the Exelon companies.

17 MR. FITZHENRY: Edward Fitzhenry for Ameren
18 Corporation, 1901 Chouteau Avenue, St. Louis,
19 Missouri 63103.

20 JUDGE ALBERS: And are there any others wishing
21 to enter an appearance? Let the record show no
22 response.

1 I have a handful of what I believe would
2 mostly be housekeeping matters and I am sure that
3 one item that is of concern to the applicants is the
4 draft order that's been getting circulated recently.
5 I will hold that til last and take care of these
6 smaller items first.

7 First, I just want to go ahead and confirm
8 that staff and AG and CUB all do indeed withdraw the
9 motions to strike. I think we discussed that the
10 last date of evidentiary hearings, but in light of
11 the MOA being finalized, I still want to confirm
12 that that's the case for the record.

13 MR. FOSCO: Your Honor, Carmen Fosco on behalf
14 of Staff. Yes, pursuant to the agreement that was
15 reached in time by CUB, AG and Ameren, Staff is
16 withdrawing its motions to strike.

17 MS. SATTER: Susan Satter on behalf of the
18 Office of Attorney General. We are also withdrawing
19 our motion in light of the events.

20 MR. WU: This is Stephen Wu on behalf of CUB,
21 Judge. That is correct. We are withdrawing our
22 motion.

1 JUDGE ALBERS: Thank you. The next matter on
2 my list was the rebuttal testimony of
3 Mr. Rothschild. Mr. Wu, if you could address that,
4 please?

5 MR. WU: We filed yesterday a second revised
6 direct testimony of Mr. Rothschild. All that was
7 removed were the materials that were previously
8 designated as proprietary by the company that from
9 discussions between Mr. Fitzhenry and Ms. Satter we
10 determined was no longer going to be considered
11 proprietary and that has been filed by e-Docket as
12 CUB/AG Exhibit 3.0RR.

13 JUDGE ALBERS: As CUB/AG Exhibit 3.0RR?

14 MR. WU: Correct.

15 JUDGE ALBERS: And that was a direct, correct?

16 MR. WU: Correct.

17 JUDGE ALBERS: And then the rebuttal, was that
18 also filed or refiled, rather?

19 MR. WU: No, that was previously revised and
20 filed on August 30. That still contains a public
21 and proprietary version and that is number CUB/AG
22 Exhibit 6.0R.

1 JUDGE ALBERS: And did you say the direct was
2 refiled yesterday?

3 MR. WU: Yes.

4 JUDGE ALBERS: September 13. And then there
5 was the affidavit as well, correct?

6 MR. WU: Yes, that was filed yesterday as well
7 as CUB/AG Exhibit 6.1.

8 JUDGE ALBERS: And that covered both the direct
9 and rebuttal?

10 MR. WU: Yes, and we would like to move that
11 into evidence either now or whatever is your
12 pleasure.

13 JUDGE ALBERS: Now is fine.

14 MR. WU: The CUB and AG witness Rothschild
15 provided direct and rebuttal testimony, CUB/AG
16 Exhibit 3.0RR and CUB/AG Exhibit 6.0R, and we have
17 filed this affidavit on his behalf, designated
18 CUB/AG Exhibit 6.1, if we could now move that into
19 evidence.

20 JUDGE ALBERS: And there was just the two
21 versions of the rebuttal, correct?

22 MR. WU: Correct.

1 JUDGE ALBERS: Any objections to those exhibits
2 being admitted? Hearing none, then CUB/AG Exhibit
3 3.0RR, CUB/AG Exhibit 6.0R and CUB/AG Exhibit 6.1
4 are admitted into the record as reflected on
5 e-Docket, and I will note there is a public and
6 proprietary version of Exhibit 6.0R.

7 (Whereupon CUB/AG
8 Exhibits 3.0RR, 6.0R
9 Public and Proprietary,
10 and 6.1 were admitted
11 into evidence.)

12 JUDGE ALBERS: Was there anything further from
13 CUB, Mr. Wu?

14 MR. WU: No.

15 JUDGE ALBERS: Thank you. And turning to the
16 applicants, I have one question. I noticed on
17 e-Docket there was a revised Exhibit 5.5 filed,
18 apparently it is the Third Amended Money Pool
19 Agreement.

20 MR. FITZHENRY: That's correct, Your Honor.

21 JUDGE ALBERS: I am not -- I wasn't expecting
22 that. There may be a good reason for it. I am just

1 going to ask what it is, though.

2 MR. FITZHENRY: There is a very good reason.

3 As you know, that was filed on e-Docket on September
4 1 of this year. The original Exhibit 5.5, which was
5 attached to Mr. Lyons's direct testimony, was an
6 earlier version of the Money Pool Agreement that had
7 been approved by the Commission. In fact, what
8 should have been attached to his testimony was the
9 Third Amended Money Pool Agreement which reflected a
10 more current version of the Money Pool Agreement
11 that had been approved by the Commission in Docket
12 03-0214, that order having been entered on July 19,
13 2003. The difference between the original Exhibit
14 5.5 and that one which was filed on the e-Docket on
15 September 1, 2004, was the conclusion of
16 AmerenCIPS's and AmerenCILCO's generating energy as
17 a part of that Money Pool Agreement. No other
18 changes have been made.

19 JUDGE ALBERS: Okay. So it is the revised
20 Exhibit 5.5 that you seek to have admitted as the
21 official version?

22 MR. FITZHENRY: Yes, Your Honor.

1 JUDGE ALBERS: Okay. Thank you.

2 The next item was the Applicants' Exhibit
3 47.0, Attachments A and B. I received that as well
4 as Applicants' Exhibit 48.0. Was there a sponsoring
5 witness for Exhibit 47?

6 MR. FLYNN: No, there was not. That was simply
7 offered as an exhibit. This is Chris Flynn.

8 JUDGE ALBERS: Okay. I ask because as I recall
9 from the last time we met, I thought Mr. Sullivan
10 was going to be offering that or sponsoring that,
11 rather. Does that sound familiar to anyone else?

12 MR. FLYNN: I am not recalling that. We can
13 designate him as the sponsoring witness, if you
14 would like, and have him provide a separate
15 affidavit.

16 JUDGE ALBERS: I think that would be useful.

17 MR. FLYNN: All right. Then Mr. Sullivan will
18 be sponsoring that exhibit and we will provide an
19 affidavit.

20 JUDGE ALBERS: Just want to call the affidavit
21 47.1?

22 MR. FLYNN: Sure.

1 JUDGE ALBERS: And then for the record,
2 Mr. Flynn, would you describe Exhibit 47 and the two
3 attachments?

4 MR. FLYNN: Exhibit 47.0 is the Memorandum of
5 Agreement with two attachments that reflect
6 conditions and a form of HMAC Rider.

7 JUDGE ALBERS: Is it your intent to have that
8 admitted into the record today?

9 MR. FLYNN: Yes, we would move for the
10 admission into evidence of that exhibit including
11 the attachment.

12 JUDGE ALBERS: Then a late-filed affidavit
13 47.1?

14 MR. FLYNN: As well we are also moving for the
15 admission into evidence of late-filed Exhibit 47.1
16 which will be an affidavit of Witness Sullivan
17 verifying that Exhibit 47.0 and its attachments
18 accurately reflect what they are purported to
19 reflect.

20 JUDGE ALBERS: Is there any objection? Hearing
21 no objection, then Exhibit 47.0, Attachments A and B
22 -- and I will note I believe Attachment B is

1 proprietary at least until the end of the year,
2 correct?

3 MR. FLYNN: That is correct.

4 JUDGE ALBERS: And the affidavit which is
5 marked as 47.1 are admitted into the record.

6 (Whereupon Applicants'
7 Exhibit 47.0 with
8 Attachments A and B,
9 and 47.1 were admitted
10 into evidence.)

11 JUDGE ALBERS: Do you have a ballpark estimate
12 as to when I can expect the 47.1 exhibit?

13 MR. FLYNN: It depends only on Mr. Sullivan's
14 availability. If he is in the office this
15 afternoon, we will file it before the end of the
16 day.

17 JUDGE ALBERS: Just in the next day or so then.

18 MR. FLYNN: Yes.

19 JUDGE ALBERS: That's fine, thanks.

20 And, Mr. MacBride, I assume that you will
21 apparently handle Exhibit 48?

22 MR. MacBRIDE: Yes, Judge. Actually -- this is

1 Owen MacBride -- there were a total of four exhibits
2 which were filed on e-Docket, served on the parties
3 on September 10. Those are Applicants' Exhibits
4 48.0, 48.1, 48.2 and 48.3. These all relate to
5 documentation that public notice of the filing of
6 the proposed HMAC Rider has been given. Let me
7 identify these exhibits more specifically.

8 Applicants' Exhibit 48.0 is the written
9 testimony of Patricia K. Spinner, S-P-I-N-N-E-R, of
10 Illinois Power Company. That exhibit consists of a
11 cover sheet and three pages of written questions and
12 answers.

13 The Applicants' Exhibit 48.1 is a copy of
14 the text of the public notice that was published in
15 newspapers and is described in Ms. Spinner's written
16 testimony. This text is the same text that you had
17 approved at a prior hearing in this docket.

18 Applicants' Exhibit 48.2 is a listing of
19 the newspapers in which the notice was published and
20 the two publication dates on which the notice was
21 published in each of those newspapers.

22 And finally Applicants' Exhibit 48.3 is

1 Ms. Spinner's affidavit in support of the first
2 three exhibits. So we would offer those exhibits,
3 Applicants' Exhibits 48.0, 48.1, 48.2 and 48.3 into
4 evidence.

5 JUDGE ALBERS: Any objection? Hearing none,
6 the Applicants' Exhibits 48.0 through 48.3 are
7 admitted.

8 (Whereupon Applicants'
9 Exhibit 48.0, 48.1,
10 48.2 and 48.3 were
11 admitted into
12 evidence.)

13 JUDGE ALBERS: And those are all on e-Docket
14 without correction, correct?

15 MR. MacBRIDE: Without correction and, of
16 course, it is all public.

17 JUDGE ALBERS: Thank you.

18 Now, setting aside for a minute the draft
19 order, I am not aware of any other matters for today
20 but please jump in here if I am forgetting
21 something.

22 MR. FITZHENRY: There are a few clean-up items,

1 Your Honor. Pursuant to your ruling regarding
2 Mr. Sullivan's rebuttal and surrebuttal testimony
3 testimonies, the Applicants have decided not to file
4 an appeal and consequently have filed on e-Docket
5 revised testimonies as follows:.

6 Applicants' Exhibit 25.0 Revised and
7 Applicants' Exhibit 45.0 Revised, as well as
8 Applicants' Exhibit 45.0 Revised Proprietary were
9 filed on the e-Docket on September 13. We would
10 move for their admission.

11 JUDGE ALBERS: Is there any objection? Hearing
12 nothing, they are admitted.

13 (Whereupon Applicants'
14 Exhibit 25.0 Revised,
15 45.0 Revised and 45.0
16 Revised Proprietary
17 were admitted into
18 evidence.)

19 MR. FITZHENRY: And then lastly, Your Honor, on
20 the last day of hearings I know we had identified
21 certain witnesses who were anticipated to have been
22 called that day. I don't know -- they may have been

1 filed on e-Docket on September 10. I don't know
2 that we moved for their admission.

3 JUDGE ALBERS: Let me check my notes briefly.
4 I think we did.

5 MR. FITZHENRY: Very well.

6 JUDGE ALBERS: If you would feel more
7 comfortable, if you want to cover it again, that's
8 fine.

9 MR. FITZHENRY: Just to be sure. Mr. Martin
10 Lyons's affidavit is Applicants' Exhibit 24.2.
11 Mr. Scott Glaeser's affidavit is Applicants' Exhibit
12 43.3. Mr. Richard Goldberg's affidavit is
13 Applicants' Exhibit 42.2. Mr. Timothy Kingston's
14 affidavit is Applicants' Exhibit 44.2. All these
15 were filed on e-Docket on September 10 and we move
16 for their admission, if not already in the record.

17 JUDGE ALBERS: Any objection if they are not
18 already in the record? Hearing none, the four
19 affidavits are admitted.

20 MR. FITZHENRY: Thank you.

21 (Whereupon Applicants'
22 Exhibits 24.2, 43.3,

1 42.2, and 44.2 were
2 admitted into
3 evidence.)

4 MR. FOSCO: Your Honor, Carmen Fosco on behalf
5 of Staff have two housekeeping matters. Just to --
6 we filed on September 9 the second revised testimony
7 of Staff Witness Dianna Hathhorn, ICC Staff Exhibit
8 18.0 Second Revised. That was filed in both
9 redacted and unredacted version. The corrections
10 that were made were to incorporate the corrections
11 she made on the stand, changing her reference to POL
12 1.05.1 to Staff Cross Exhibit 1 and to unredact the
13 information that IP said should be public on lines
14 136 to 137. So I don't believe we pre-admitted that
15 document so I would move for admission of those two
16 documents, the Staff exhibit, ICC Staff Exhibit 18.0
17 Second Revised, redacted and unredacted.

18 JUDGE ALBERS: Any objection? Hearing none,
19 then the Staff Exhibit 18.0 Second Revised, public
20 and proprietary versions, are admitted.

21 (Whereupon ICC Staff
22 Exhibit 18.0 Second

1 Revised, Public and
2 Proprietary, was
3 admitted into
4 evidence.)

5 MR. FOSCO: And, Your Honor, just to note for
6 the record, we also filed on September 9 the
7 affidavits of Howard Haas and Eric Schlaf as ICC
8 Staff Exhibit 14.1 and 15.1. I do believe that we
9 already admitted the underlying testimony but I just
10 would note that for the record.

11 JUDGE ALBERS: I believe that is accurate. I
12 think we have admitted the two affidavits as
13 late-filed exhibits as well.

14 MR. FOSCO: I think we did, Your Honor, but I
15 don't have a copy of the transcript from that day
16 yet.

17 JUDGE ALBERS: Well, if you would like to move
18 their admission.

19 MR. FOSCO: Just as a clarifying matter I would
20 move the admission of ICC Staff Exhibits 14.1 and
21 15.1 which are the affidavits of Howard Haas,
22 H-A-A-S, and Eric Schlaf, S-C-H-L-A-F, respectively.

1 JUDGE ALBERS: Any objection? Hearing none,
2 then the Staff Exhibits 14.1 and 15.1 are admitted.

3 (Whereupon ICC Staff
4 Exhibits 14.1 and 15.1
5 were admitted into
6 evidence.)

7 JUDGE ALBERS: Any other such matters from
8 anyone? Okay.

9 Turning then to the draft order, originally
10 I was expecting that on last Thursday. You know, I
11 noticed I was CC'd on some of the e-mails that have
12 been circulated among the parties as far as
13 revisions or suggested revisions from one to the
14 other regarding the draft order. I have looked this
15 morning at what I received from Mr. Earley at
16 approximately -- at least what he sent at
17 approximately 9:30 last night via e-mail and from
18 that I thought it would be safe to consider that a
19 final version. So I have begun a review of the
20 draft order.

21 As far as the mechanisms we discussed last
22 time we met on how to get that draft order into a

1 format, you know, suitable for the Commission to
2 enact upon, I have given that more thought. As I
3 recall, we last discussed my receiving a draft order
4 and then circulating that in some fashion to all of
5 the parties on the service list for their comment.

6 MR. FLYNN: Judge, this is Chris Flynn. That
7 is not exactly how I recall it. What I recall was
8 that we would circulate a draft to you -- and please
9 correct me if you have a different recollection --
10 that you would let us know whether you thought that
11 was complete enough and addressed the things you
12 believe needed to be addressed, and then we would
13 file that and the parties would have two days or so
14 to file comments with respect to it. And then at
15 that point the parties would drop out of the picture
16 since at this point the parties are not commenting
17 in opposition to the draft order and we don't
18 anticipate that they would, that there would be no
19 need to issue an ALJ's proposed order under the
20 Administrative Procedure Act because if the judge
21 was going to go with what the parties have filed and
22 didn't oppose it, the draft order would not be

1 adverse to any party and it could go directly to the
2 Commission.

3 JUDGE ALBERS: That sounds familiar which is
4 more or less where I was going to end up. What I
5 thought about, though, since then, is that given the
6 timing of where I am at in my review -- let me start
7 out with this question. Is it still the parties'
8 hope to have the Commission act before the end of
9 the month?

10 MR. FLYNN: Yes. I may have over-spoken. It
11 is certainly the Applicants' hope that the
12 Commission will act.

13 JUDGE ALBERS: That's what I meant, the
14 Applicants, yes.

15 MR. MacBRIDE: Well, Judge, this is Owen
16 MacBride. I think the Applicants hope to have an
17 order not only by the end of the month but by the
18 September 22 meeting.

19 JUDGE ALBERS: That was my next question. In
20 light of that, given where I am at in the review and
21 under this previously discussed means of getting to
22 a final Commission order, I believe at this point it

1 would be more expedient for me to complete my
2 review, have whatever thoughts I have put together
3 in a proposed order and have that served on the
4 parties with a very minimal turnaround time for just
5 exceptions, not replies. At a minimum we are
6 required to have exceptions to a proposed order and
7 not replies to exceptions. But I believe for the
8 sake of expediency and with my own comfort level as
9 far as trying to address the need to have everyone
10 at least have an opportunity to look at this and
11 give us any input that they have would probably be
12 the most effective means of accomplishing that.

13 MR. FLYNN: We don't -- Ameren doesn't have an
14 objection to that procedure.

15 MR. MacBRIDE: Nor does Illinois Power, Your
16 Honor.

17 JUDGE ALBERS: Okay. Does anyone else have any
18 other questions with regard to that?

19 MR. FOSCO: Your Honor, just this is Carmen
20 Fosco on behalf of Staff. Just to clarify for the
21 record, we did provide Applicants just probably an
22 hour before this hearing a small number of sort of

1 follow-up edits. So what was circulated to you last
2 night, there is just a few additional items that I
3 believe there probably is no dispute between Staff
4 and the Applicants. I am not sure how we will get
5 that to you.

6 MR. FLYNN: This is Chris Flynn again. We have
7 received a handful of what are principally
8 typographical type comments and then a few minor
9 wording comments that we don't have any problem
10 with. It was our intent after this call to file by
11 the end of the day a draft, an Applicants' draft
12 order, that reflects all those comments and provide
13 to you for your convenience a copy of that filing in
14 Word and we can also provide a black line showing
15 the small number of rather minor corrections or
16 comments or clarifications to what was circulated
17 yesterday.

18 JUDGE ALBERS: Okay. Well, apparently I
19 assumed incorrectly when I read Mr. Earley's e-mail
20 from last night.

21 MR. FLYNN: These truly are -- the earth won't
22 move when you read any of this.

1 JUDGE ALBERS: No, I understand. I just want
2 to make sure we are on the same version in the end.

3 Here is what I am going to do then. I am
4 going to direct the companies, the Applicants
5 rather, to as soon as I can or since they are the
6 ones in a hurry to get this done --

7 MR. FLYNN: That's fair.

8 JUDGE ALBERS: As soon as they can file an
9 official final draft order redlining or just showing
10 in strike through, underlined, whatever has changed
11 since Mr. Earley's 9:30 p.m. e-mail which I received
12 last night and just be sure to send me a Word
13 version so it will be faster for me to turn
14 something around with that. And you will probably
15 do this anyway, but just be sure to e-mail me a copy
16 of it whenever you do file it on e-Docket so I will
17 know when it has been filed then.

18 MR. FLYNN: Yes, we will.

19 JUDGE ALBERS: Are there any other questions or
20 thoughts on that?

21 MR. MacBRIDE: Judge, this is Owen MacBride.
22 Do you have an idea when you put this out in a

1 proposed order how much time you will be specifying
2 for exceptions?

3 JUDGE ALBERS: Well, it is hard to say at this
4 point since we are not sure when I am going to get
5 it. I am not sure how long it is going to take to
6 get through it.

7 MR. MacBRIDE: I am not asking when you are
8 going to put it out. I am asking how much time you
9 are going to allow for exceptions.

10 JUDGE ALBERS: Well, no, the point being if you
11 are still hoping to have something by the 22nd, in
12 my mind we are working backwards, it kind of depends
13 on when I can get a proposed order issued. I need
14 to think about that a little bit more as far as what
15 would be a minimal amount of time and appropriate
16 since it is a rather lengthy document.

17 MR. FOSCO: Your Honor, just to clarify on
18 behalf of Staff, Staff has been working with the
19 company and I think all of the active parties have
20 been working with the company on this draft order.
21 So it is certainly Staff's intent not to have any
22 exceptions, you know, subject to whatever other

1 edits are made by Your Honor, comment on those, and
2 I doubt that we would. So I don't think in terms of
3 the active parties we need to allow much time.

4 JUDGE ALBERS: Well, and I am of a similar mind
5 on that. So I think we are pretty much in the same
6 place.

7 Any other questions then or concerns? If
8 not, then I will just note that I am not aware of
9 anyone expressing any interest in that HMAC Rider
10 since that notice was published in the newspapers.
11 But because notice indicates that they should,
12 anyone interested should bring their concerns to the
13 Commission by September 15, I will just continue
14 this matter generally at this point and mark the
15 record heard and taken at a later time, probably on
16 Thursday if I don't hear anything by close of
17 business tomorrow. So if there are no other
18 questions, concerns or comments, I will continue
19 this matter generally.

20 (Whereupon the hearing
21 in this matter was
22 continued generally.)

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